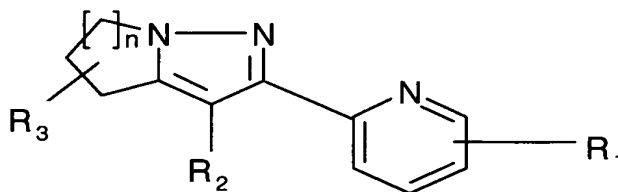


**Amendments to the Claims:**

The listing of claims will replace all prior versions, and listings, of claims in the application:

**Listing of Claims**

Claim 1. (currently amended) A compound of the formula:



Formula Ia

wherein n is 1-4;

R<sub>1</sub> may be one or more optional substituents selected from the group consisting of: (C1-C6)alkyl, (C2-C6)alkenyl, (C2-C6)alkynyl, (C1-C6)alkoxy, (C2-C6)alkenyloxy, (C2-C6)alkynyloxy, (C1-C6)alkylthio, (C1-C6)alkylsulphinyl, (C1-C6)alkylsulphonyl, (C1-C6)alkylamino, di-[(C1-C6)alkyl]amino, (C1-C6)alkoxycarbonyl, N-(C1-C6)alkylcarbamoyl, N,N-di-[(C1-C6)alkyl]carbamoyl, (C2-C6)alkanoyl, (C2-C6)alkanoyloxy, (C2-C6)alkanoylamino, N-(C1-C6)alkyl-(C2-C6)alkanoylamino, (C3-C6)alkenoylamino, N-(C1-C6)alkyl-(C3-C6)alkenoylamino, (C3-C6)alkynoylamino, N-(C1-C6)alkyl-(C3-C6)alkynoylamino, N-(C1-C6)alkylsulphamoyl, N,N-di-[(C1-C6)alkyl]sulphamoyl, (C1-C6)alkanesulphonylamino, N-(C1-C6)alkyl-(C1-C6)alkanesulphonylamino, carboxamide, ~~ethylene~~, thiophenyl, aminophenyl, trifluoromethyl, halo, trifluoromethoxy, hydroxymethyl, N-pyrrolidino, N-morpholino, phenylthio, (C1-C4)dialkylaminomethyl, methoxyphenyl, amino, hydroxy, carboxyl, phenyl, and arylalkyl;

R<sub>2</sub> is selected from the group comprising unsubstituted or substituted thiophene; unsubstituted or substituted oxazole; unsubstituted or substituted pyrazine; unsubstituted or substituted furan; unsubstituted or substituted imidazo[1,2-a]pyridine; unsubstituted or substituted benzoimidazole; unsubstituted or substituted quinoxaline; unsubstituted or substituted isoquinoline; unsubstituted or substituted benzothiazole; unsubstituted or

substituted indole; unsubstituted or substituted imidazo[4,5-b]pyridine; unsubstituted or substituted imidazo[4,5-c]pyridine; unsubstituted or substituted oxazolo[4,5-b]pyridine; unsubstituted or substituted dihydrobenzofuran; unsubstituted or substituted benzofuran; unsubstituted or substituted benzo[2,1,3]thiadiazole; unsubstituted or substituted benzo[1,2,5]thiadiazole; unsubstituted or substituted pyrazolo[1,5-a]pyrimidine; unsubstituted or substituted 3,4-dihydro-2H-benzo[b][1,4]dioxepine; unsubstituted or substituted [1,5]naphthyridine; unsubstituted or substituted [1,6]naphthyridine; and unsubstituted or substituted [1,8]naphthyridine;

wherein the substitution may independently be one or more of the following:

(C1-C6)alkyl; (C1-C6)alkoxy; halogen; hydroxy; nitro; amino; phenyl or substituted phenyl, wherein the phenyl may independently be substituted by one or two of the following: halogen, (C1-C6)alkyl, (C1-C6)alkoxy, nitro, amino, or hydroxy;

$-(CH_2)_mR^8$ ;

$-(CH_2)_o(O)R^9$ ;

$-(CH_2)_oC(O)morpholine$ ;

$-C(O)R^6$ ;

$-C(O)OR^4$ ;

$-C(O)NR^4R^5$ ;

$-C(O)NR^4(CH_2)_oNR^4R^5$ ;

$-NR^4(C1-C9)alkyl$ ;

$-NR^4C(O)(CH_2)_mCH_3$ ;

$-NR^4C(O)(CH_2)_oNR^4R^5$ ;

$-O(CH_2)_oR^7$ ; or

$-OC(O)R^4$ ;

wherein

m is 0, 1, 2 or 3;

o is 1, 2 or 3;

$R^4$  and  $R^5$  are each independently hydrogen or (C1-C6)alkyl;

$R^6$  is hydrogen, (C1-C6)alkyl or  $-NR^4R^5$ ;

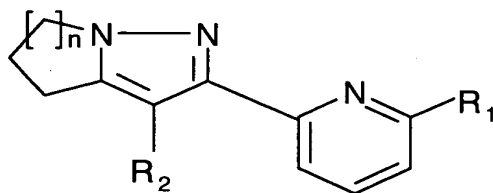
$R^7$  is hydroxy, cyano, pyrrolidine or  $NR^4R^5$ ;

$R^8$  is morpholine, hydroxy, pyrrolidine, tetrahydropyran, (C1-C6)alkyl or  $NR^4R^5$ ;

$R^9$  is morpholine, pyrrolidine, tetrahydropyran, or (C1-C6)alkyl;

R<sub>3</sub> is hydrogen or (C1-C6)alkyl; and  
the pharmaceutically acceptable salts thereof.

Claim 2. (currently amended) A compound according to claim 1 of the formula:



Formula II

wherein n is 0 or 1;

R<sub>1</sub> is hydrogen or (C1-C4alkyl);

R<sub>2</sub> is selected from the group comprising unsubstituted or substituted thiophene; unsubstituted or substituted oxazole; unsubstituted or substituted pyrazine; unsubstituted or substituted furan; unsubstituted or substituted imidazo[1,2-a]pyridine; unsubstituted or substituted benzoimidazole; unsubstituted or substituted quinoxaline; unsubstituted or substituted isoquinoline; unsubstituted or substituted benzothiazole; unsubstituted or substituted indole; unsubstituted or substituted imidazo[4,5-b]pyridine; unsubstituted or substituted imidazo[4,5-c]pyridine; unsubstituted or substituted oxazolo[4,5-b]pyridine; unsubstituted or substituted dihydrobenzofuran; unsubstituted or substituted benzofuran; unsubstituted or substituted benzo[2,1,3]thiadiazole; unsubstituted or substituted benzo[1,2,5]thiadiazole; unsubstituted or substituted pyrazolo[1,5-a]pyrimidine; unsubstituted or substituted 3,4-dihydro-2H-benzo[b][1,4]dioxepine; unsubstituted or substituted [1,5]naphthyridine; unsubstituted or substituted [1,6]naphthyridine; and unsubstituted or substituted [1,8]naphthyridine;

wherein the substitution may independently be one or more of the following:

(C1-C6)alkyl; (C1-C6)alkoxy; halogen; hydroxy; nitro; amino;

phenyl or substituted phenyl, wherein the phenyl is substituted by one or two halogens;

-(CH<sub>2</sub>)<sub>m</sub>R<sup>8</sup>;

-(CH<sub>2</sub>)<sub>o</sub>(O)R<sup>9</sup>;

-(CH<sub>2</sub>)<sub>o</sub>C(O)morpholine;

-C(O)R<sup>6</sup>;  
-C(O)OR<sup>4</sup>;  
-C(O)NR<sup>4</sup>R<sup>5</sup>;  
-C(O)NR<sup>4</sup>(CH<sub>2</sub>)<sub>o</sub>NR<sup>4</sup>R<sup>5</sup>;  
-NR<sup>4</sup>(C1-C9)alkyl;  
-NR<sup>4</sup>C(O)(CH<sub>2</sub>)<sub>m</sub>CH<sub>3</sub>;  
-NR<sup>4</sup>C(O)(CH<sub>2</sub>)<sub>o</sub>NR<sup>4</sup>R<sup>5</sup>;  
-O(CH<sub>2</sub>)<sub>o</sub>R<sup>7</sup>;  
or -OC(O)R<sup>4</sup>;

wherein

m is 0, 1, 2 or 3;

o is 1, 2 or 3;

R<sup>4</sup> and R<sup>5</sup> are each independently hydrogen or (C<sub>1</sub>-C<sub>6</sub>)alkyl;

R<sup>6</sup> is hydrogen, (C<sub>1</sub>-C<sub>6</sub>)alkyl or -NR<sup>4</sup>R<sup>5</sup>;

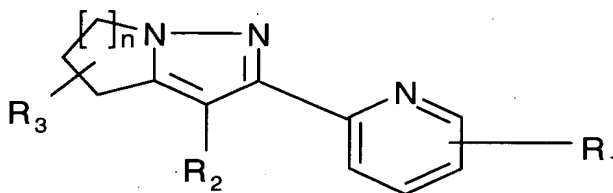
R<sup>7</sup> is hydroxy, cyano, pyrrolidine or NR<sup>4</sup>R<sup>5</sup>;

R<sup>8</sup> is morpholine, hydroxy, pyrrolidine, tetrahydropyran, (C<sub>1</sub>-C<sub>6</sub>)alkyl or NR<sup>4</sup>R<sup>5</sup>;

R<sup>9</sup> is morpholine, pyrrolidine, tetrahydropyran, or (C<sub>1</sub>-C<sub>6</sub>)alkyl; and

the pharmaceutically acceptable salts thereof.

Claim 3. (original) A compound according to Claim 1:



Formula I

wherein n is 1-4;

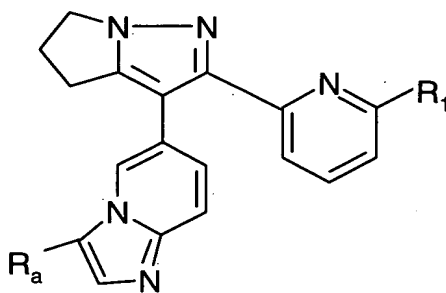
R<sub>1</sub> may be one or more optional substituents selected from the group consisting of:  
(C<sub>1</sub>-C<sub>6</sub>)alkyl, (C<sub>2</sub>-C<sub>6</sub>)alkenyl, (C<sub>2</sub>-C<sub>6</sub>)alkynyl, (C<sub>1</sub>-C<sub>6</sub>)alkoxy, (C<sub>2</sub>-C<sub>6</sub>)alkenyloxy, (C<sub>2</sub>-C<sub>6</sub>)alkynyloxy, (C<sub>1</sub>-C<sub>6</sub>)alkylthio, (C<sub>1</sub>-C<sub>6</sub>)alkylsulphinyl, (C<sub>1</sub>-C<sub>6</sub>)alkylsulphonyl, (C<sub>1</sub>-

C6)alkylamino, di-[(C1-C6)alkyl]amino, (C1-C6)alkoxycarbonyl, N-(C1-C6)alkylcarbamoyl, N,N-di-[(C1-C6)alkyl]carbamoyl, (C2-C6)alkanoyl, (C2-C6)alkanoyloxy, (C2-C6)alkanoylamino, N-(C1-C6)alkyl-(C2-C6)alkanoylamino, (C3-C6)alkenoylamino, N-(C1-C6)alkyl-(C3-C6)alkenoylamino, (C3-C6)alkynoylamino, N-(C1-C6)alkyl-(C3-C6)alkynoylamino, N-(C1-C6)alkylsulphamoyl, N,N-di-[(C1-C6)alkyl]sulphamoyl, (C1-C6)alkanesulphonylamino, N-(C1-C6)alkyl-(C1-C6)alkanesulphonylamino, carboxamide, ~~ethylene~~, thiophenyl, aminophenyl, trifluoromethyl, halo, trifluoromethoxy, hydroxymethyl, N-pyrrolidino, N-morpholino, phenylthio, (C1-C4)dialkylaminomethyl, methoxyphenyl, amino, hydroxy, carboxyl, phenyl, and arylalkyl;

R<sub>2</sub> is selected from the group comprising oxazole; benzo[2,1,3]thiadiazole; quinoxaline; 1*H*-imidazo[4,5-*c*]pyridine; imidazo[1,2-*a*]pyridine; indole; pyrazine; dihydrobenzofuran; furan; thiophene; isoquinoline; benzofuran; benzothiazole; 3,4-dihydro-2*H*-benzo[*b*][1,4]dioxepine; 1*H*-imidazo[4,5-*b*]pyridine; pyrazolo[1,5-*a*]pyrimidine; oxazolo[4,5-*b*]pyridine; 1*H*-benzoimidazole; [1,8]naphthyridine; and [1,5]naphthyridine;

R<sub>3</sub> may be one or more optional substituents selected from the group consisting of (C1-C6 alkyl); and the pharmaceutically acceptable salts thereof.

Claim 4. (currently amended) A compound according to claim 2 of the formula:



Formula III

wherein:

R<sub>1</sub> is hydrogen or methyl;

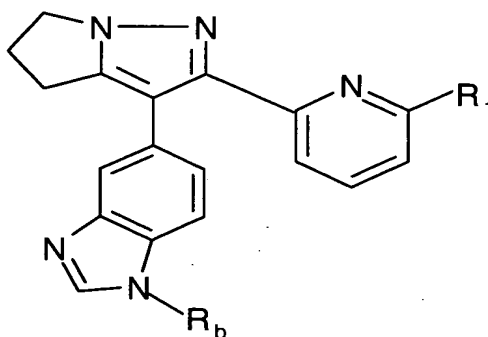
R<sub>a</sub> is hydrogen;

-CH<sub>2</sub> N-morpholino;

-CH<sub>2</sub>C(O)N-morpholine -morpholino;

-C(O)OCH<sub>2</sub>CH<sub>3</sub>;  
-C(O)NH(CH<sub>2</sub>)<sub>2</sub>N(CH<sub>3</sub>)<sub>2</sub>;  
-NHCH(CH<sub>2</sub>)<sub>2</sub>CH<sub>2</sub>CH(CH<sub>2</sub>)<sub>2</sub>CH<sub>3</sub>;  
-NHC(O)CH<sub>3</sub>;  
-C(O)NH<sub>2</sub>; or  
4-chlorophenyl; and  
the pharmaceutically acceptable salts thereof.

Claim 5. (original) A compound according to claim 2 of the formula:



Formula IV

wherein:

R<sub>1</sub> is hydrogen or methyl;

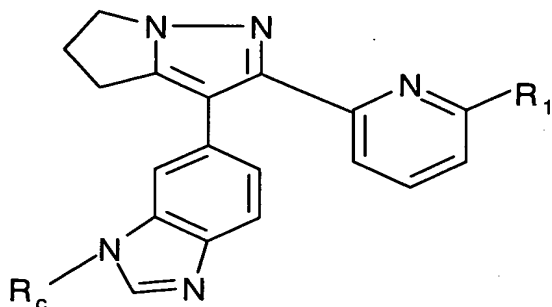
R<sub>b</sub> is hydrogen;

-methyl;

or -(CH<sub>2</sub>)<sub>3</sub>O-tetrahydropyran; and

the pharmaceutically acceptable salts thereof.

Claim 6. (currently amended) A compound according to claim 2 of the formula:



Formula V

wherein:

R<sub>1</sub> is hydrogen or methyl;

R<sub>c</sub> is hydrogen;

-methyl;

-(CH<sub>2</sub>)<sub>3</sub>OH;

-(CH<sub>2</sub>)<sub>3</sub>N(CH<sub>3</sub>)<sub>2</sub>;

-(CH<sub>2</sub>)<sub>3</sub>N(CH<sub>2</sub>CH<sub>3</sub>)<sub>2</sub>;

or -(CH<sub>2</sub>)X,

wherein X is either N-morpholino, N-pyrrolidine or N-piperidine; and

the pharmaceutically acceptable salts thereof.

Claims 7-8 (canceled)

Claim 9. (currently amended) A pharmaceutical formulation comprising a compound according to ~~any one of Claims 1 to 6~~ Claim 1 or the pharmaceutically acceptable salt or ester thereof together with a pharmaceutically acceptable diluent or carrier.

Claim 10 (canceled)

Claim 11. (currently amended) ~~The~~ A method of treating cancer which comprises administering to a patient in need thereof a therapeutically effective amount of a compound ~~according to any one of Claims 1 to 8 of Claim 1~~ or a pharmaceutically acceptable salt or ester thereof.